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*Counsel for the Board of Each of PG&E Corporation
and Pacific Gas and Electric Company and for
Certain Current and Former Independent Directors*

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION**

In re:

PG&E CORPORATION,

- and -

**PACIFIC GAS AND ELECTRIC
COMPANY,**

Debtors.

- ☐ Affects PG&E Corporation
☐ Affects Pacific Gas and Electric Company
☒ Affects both Debtors

** All papers shall be filed in the Lead Case No.
19-30088 (DM).*

Bankruptcy Case
No. 19-30088 (DM)

Chapter 11

(Lead Case)

(Jointly Administered)

**CERTIFICATE OF NO OBJECTION
REGARDING FOURTEENTH
MONTHLY FEE STATEMENT OF
SIMPSON THACHER & BARTLETT LLP
FOR ALLOWANCE AND PAYMENT OF
COMPENSATION AND
REIMBURSEMENT OF EXPENSES FOR
THE PERIOD OF MAY 1, 2020
THROUGH MAY 31, 2020**

Re: Docket No. 8504

Objection Deadline: August 13, 2020
4:00 pm (Pacific Time)

On July 23, 2020, Simpson Thacher & Bartlett LLP (“**Simpson Thacher**”), counsel for (i) the Board of Directors (the “**Board**”) of each of PG&E Corporation and Pacific Gas and Electric Company (the “**Debtors**”), as the Board may be constituted from time to time, and for the members of the Board from time to time in their capacities as members of the Board, and (ii) certain current and former independent directors in their individual capacities who serve or served as independent directors prior to and/or as of the Petition Date (as defined below) (each an “**Independent Director**” and collectively, the “**Independent Directors**”), filed its *Fourteenth Monthly Fee Statement of Simpson Thacher & Bartlett LLP for Allowance and Payment of Compensation and Reimbursement of Expenses for the Period May 1, 2020 through May 31, 2020* (the “**Fourteenth Monthly Fee Statement**”) pursuant to the *Order Pursuant to 11 U.S.C. §§ 331 and 105(a) and Fed. R. Bankr. P. 2016 for Authority to Establish Procedures for Interim Compensation and Reimbursement of Expenses of Professionals*, dated February 27, 2019 [Docket No. 701] (the “**Interim Procedures Order**”).

The Fourteenth Monthly Fee Statement was served as described in the *Certificate of Service* of Alain B. Francoeur [Docket No. 8647]. The deadline to file responses or oppositions to the Fourteenth Monthly Fee Statement was August 13, 2020 at 4:00 pm (PT). No oppositions or responses have been filed with the Court or received by Simpson Thacher. Pursuant to the Interim Compensation Order, the Debtors are authorized to pay Simpson Thacher eighty percent (80%) of the fees that are not subject to an objection and one hundred percent (100%) of the expenses requested in the Fourteenth Monthly Fee Statement upon the filing of this certification without the need for a further order of the Court. A summary of the fees and expenses sought by Simpson Thacher is annexed hereto as **Exhibit A**.

The undersigned hereby declares, pursuant to 28 U.S.C. § 1746, under penalty of perjury, that:

1. I am a counsel at the law firm Simpson Thacher & Bartlett LLP, counsel to the Board and the Independent Directors.

2. I certify that I have reviewed or caused the review of the Court's docket in these chapter 11 cases and that Simpson Thacher has not received any response or opposition to the Fourteenth Monthly Fee Statement.

3. This declaration was executed in Palo Alto, California.

SIMPSON THACHER & BARTLETT LLP

Dated: August 25, 2020
Palo Alto, California

/s/ Jonathan C. Sanders
Jonathan C. Sanders (No. 228785)

Counsel for the Board of Each of PG&E Corporation and Pacific Gas and Electric Company and for Certain Current and Former Independent Directors

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